

EXHIBIT 35

Transcript: Actor James Woods

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BILL O'REILLY, HOST: Thanks for staying with us. I'm Bill O'Reilly.

In the second Personal Story segment tonight, Emmy-award winning actor James Woods. He has made more than 20 films and is considered one of the finest character actors in Hollywood today.

Last August, Mr. Woods found himself on a plane going from Boston to Los Angeles. Surrounding him in first class were four men who appeared to be of Middle Eastern origin. Later, Mr. Woods told the FBI it was very suspicious. And they interviewed him after 9/11. Mr. Woods also has a new movie called John Q with Denzel Washington, which opens tomorrow.

All right now, let's -- 9/11 happens. You're sitting at home watching the horrifying video as we all are, right?

JAMES WOODS, ACTOR: Right.

O'REILLY: What pops into your mind?

WOODS: Well, first I have to back up and tell you about the flight that I took. The flight I took was actually on August 1st. And I have not talked about this in the press until this day because there was a lot of misinformation that came out about it.

I was on a flight, without going into the details of what made me suspicious of these four men, although it would have been blatantly obvious to the most casual observer. I took it upon myself to go to the flight attendant and ask to speak to the pilot of the plane. The first officer came out. I reported to him that I felt that the four men, and I said, "Can you look over my shoulder and see who I'm talking about?" And he said, "Yeah." I said, I think they're going to hijack this plane. I mean, everything they're doing, and I explained to him these details, which I've been asked to keep private, until whatever jurisdiction, you know -- whatever trials may take place, their behavior was such that I felt that they were going to hijack the plane.

I also said I'm very much aware of how serious it is to say on an American aircraft in flight the word hijack.

O'REILLY: Yes.

WOODS: So I'm saying this because I really have reason to believe it's true. I found out later that not

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only was -- did he make a report, but the flight attendant also made a report of my suspicions to the FAA.

When I got home that night, it had been a very turbulent flight. I had said to this woman I'm dating, and my girlfriend and my best friend, she said, "How was the flight?" And I said, "Well aside from the terrorists and the turbulence, it was fine," which was now in retrospect not such a very funny joke, but it was August 1 and nobody was thinking along those lines.

O'REILLY: Right.

WOODS: And when 9/11 happened, we were all stunned. And we all happened to be at my house that evening. And my friend Scott said to me, "You know, remember that flight you took in August?" I said, "Yes, I've been thinking about it all day." He said, "Well, maybe you should call the FBI." And I said, "I'm sure they're being inundated."

But I thought it over and I called the local office. And within two minutes got ahold of a very intelligent young man, a special agent there, who took the report. And I said, "I hope I'm not wasting your time." He said, "Well, we have so many reports coming in." And he said, "And by the way, even if this leads to something, we don't like to backwash information to people, because in case they have to go to a trial and be witnesses or whatever, so you won't hear from us."

I said, "Well, great." And he said, "But we appreciate your calling." Quarter to 7:00 the next morning, I get a phone call that actually wakes me up. And I say, "Hi." And they say, "Hi, this is -- I won't use their name, but the special agent who's now been my contact and his partner." And they said, "We want to talk to you about the flight that you took in August." I said, "Can I get the manifest (which of any of the flights, yesterday and my flight?) He said we can't tell you that. I said, "Well, look, I'll get ready and you know, I'll come down to the federal building." He said, "That's OK, we're outside your house. We'll just wait for you here."

O'REILLY: Wow, 7:15. So this is serious.

WOODS: Quarter to seven in the morning. And said -- and I -- and this is the only funny part of any of this. I said, "How did you know where I lived?" And there was a pause. He said, "We're the FBI, thank you."

O'REILLY: Right.

WOODS: So they came in. And I said, "Look, I'm dying to know, were these the guys?" And he said, "Well, we've had 35,000 tips in one day. And there's two of us and we're going to be at your house all this morning. So you can do the math, but we can't tell you." You know, so since then, I have identified for sure two of them as two of the terrorists.

O'REILLY: Really?

WOODS: Who actually were not on Flight 11, but one was on flight 175 and one was on flight 77. And I've been told unofficially, not by the FBI, but by someone else in a -- actually a higher level of government, believe it or not, just through a coincidence, through a mutual friend, that all four of them were terrorists involved.

O'REILLY: That is -- so it was basically a rehearsal, what these guys were doing?

WOODS: Right. But what's significant about this is that it was a rehearsal with four men. And I can't say it as a fact that they were the four, but I've been led to believe without going into the details of how, that they were on different flights. So the notion that they were separate cells when -- and this is tricky territory, but I think in the Moussaoui trial, there's going to be some contention that, you know, he was a soldier and didn't know what was going to happen...

O'REILLY: Right.

WOODS: ...until he stepped on the plane and then decided in a fit of good conscience not to be a terrorist anymore. In fact, the fact that these two people were identified by myself and other people, and were on the Boston-L.A. flight, and ended up dying on two other flights of the four flights on September 11 shows that they were...

O'REILLY: What an amazing story.

WOODS: There was...

O'REILLY: And this is the first time I've ever heard this. This is the first time you're telling the story.

WOODS: Yes.

O'REILLY: Was Moussaoui one of those guys?

WOODS: No. Not that I know of.

O'REILLY: OK.

WOODS: I mean, I don't remember him as such. I remember two of the guys so specifically...

O'REILLY: Right.

WOODS: ...because one was that guy with the pointed hair.

O'REILLY: Right.

WOODS: I mean, you'll see him -- I can't remember the name now, but he was so specifically clear because he actually looked like an actor.

O'REILLY: Now are you a type of guy -- so it was just you and these four guys in First Class. Nobody else else?

WOODS: No, no.

O'REILLY: There were a couple other guys?

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WOODS: Yes.

O'REILLY: Were they nervous, too or was it just you picking these guys out?

WOODS: You know, as I explained to the FBI, they said what was your first instinct? And aside from certain things, like four guys getting on to a transcontinental flight without any hand luggage, who -- it's funny. I notice behavior because I guess I'm an actor and it's kind of what I...

O'REILLY: Yes, you always watch people, right?

WOODS: I just kind of observe people.

O'REILLY: Right.

WOODS: It's something I've always been fascinated by. Sort of like that scene in "Annie Hall," where Woody Allen and Diane Keaton sit and watch people and sort of talk about who they might be.

And there were four guys. When the flight attendant, who was a woman, came up to them, they literally ignored her like she didn't exist, which is sort of a kind of Taliban, you know, idea of womanhood, as you know, not even a human being. I mean, it seems their disrespect for women is so extraordinary.

And they didn't order alcohol. And they just -- and -- I can't go into the details, but it just -- it was -- as I explained to the FBI, as if you were at a nightclub and everybody's enjoying an act on the stage. And the camera behind that act on the stage and sort of panning the audience. And everybody's focused on the singer, except four people start in the *region* kind of doing something else and connected to each other.

O'REILLY: Yes.

WOODS: And you think...

O'REILLY: Harrowing.

WOODS: Well, so -- they said to me, you know, "What made -- what did you think these guys were?" I said, well, I thought they were either four law enforcement officers or four terrorists in that they had that thing that ... guys who are undercover or on a mission have between each other. And it's impossible to explain.

O'REILLY: Well, you were lucky. You're absolutely lucky that they didn't decide to do it a month before.

WOODS: By the way, one thing I must clear up...

O'REILLY: Sure.

WOODS: ...that has been sort of misrepresented in the press. I did not report this to the FBI before September 11.

O'REILLY: Right, just the F/A.

WOODS: And it was only done by, as I understand it, the flight crew, which I had been told later. And you know, there are people who love to take pot shots. I can't tell you...

O'REILLY: Why? Why? I mean, I think you did the right thing.

WOODS: Well no, but they'll say oh, you told the FBI and they didn't do anything. That's completely and utterly wrong.

O'REILLY: Look, don't worry about those pinheads. I mean, you did exactly the right thing.

WOODS: No, but I mean, you know, if you've worked with these people, as I have, they are incredibly dedicated people. And it's just something I want to go on the record as saying...

O'REILLY: Good.

WOODS: I've had nothing but great experience with them.

O'REILLY: Now in some of your interviews, you have been very hawkish against the terrorists. I mean, probably the most outspoken Hollywood guy. And you used the word "towel heads" one time. Did you take a lot of heat on that?

WOODS: Maybe, but I don't pay attention to heat. I mean, I don't complain, and I don't apologize.

O'REILLY: But to say that in pejorative way, would you have taken that back?

WOODS: Well, I do think at times when you feel passionate about something, there are times that all of us, I'm sure you have, and I know I have...

O'REILLY: I absolutely have.

WOODS: ...allowed my tongue to sort of get out ahead of my brain a little bit.

O'REILLY: Sure.

WOODS: And by the way, clearly, I would not want to hurt anybody's feelings. But on the other hand, it's not like after thousands of incidents of terrorism in the past 20 or 30 years, that you know, we have to worry a lot about like Swedish terrorists, OK?

O'REILLY: That's right.

WOODS: I mean, so the bottom line is, you know, I said something that I think was rude and probably not very nice. But on the other hand, I do feel, and there was some consternation from somebody, one of these leagues or something, who said, you know, it was the incorrect thing to say.

But the point I was trying to make was that I think of the energy that a lot of people in the Muslim world,

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and there are, I'm sure extraordinary people in that world, if they put that energy into policing their own as much as they are criticizing politically correct or incorrect gaffes like I made. That maybe we'd be all a lot better off in the world.

I mean, it remind me of those people living in Dachau, who you know, were shocked at the end of the war to find out that there was -- you know, what that black smoke was coming from those chimneys 100 yards from their house.

O'REILLY: Right. They don't want to know the truth. Mr. Woods, we appreciate you coming in. That really is some story though, about the people, the hijackers on the plane. Movie is "John Q," right, opens tomorrow. James Woods, we really appreciate it. (UNINTELLIGIBLE).

WOODS: Bill, thank you so much.